

REMARKS/ARGUMENTS

In response to the Office Action dated September 06, 2007, Applicant respectfully requests reconsideration based on the above claim amendments and the following remarks. Applicant respectfully submits that the claims as presented are in condition for allowance.

Claims 24-28, 31, 35-38, 41 and 43 are originally presented.

Claims 32-33 are previously presented.

Claims 23, 29-30, 34, 39-40 and 42 are currently amended.

Claims 1-22 are canceled.

Claims 23-43 are rejected under 35 U.S.C. §103(a) as being anticipated by U.S. Patent Application Publication 2002/0087373 to Dickstein et. al (hereinafter "Dickstein"), in view of U.S. Patent Application Publication 2001/0054022 to Louie et. al (hereinafter "Louie").

Claims 23-43 remain in this application.

In view of the following remarks, Applicant respectfully requests reconsideration of the rejected claims and allowance of the subject application.

Interview with Examiner

Applicant wishes to thank the Examiner for both the telephonic interview on November 8, 2007 and the Examiner's follow up comments on November 14, 2007 regarding proposed claim amendments. In particular, Applicant wishes to

1 thank the Examiner for his helpful assistance regarding both the claim
2 amendments listed above and the arguments listed below.

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4 **35 U.S.C. §103**

5 Claims 23-43 are rejected under 35 U.S.C. §103(a) as being anticipated by
6 U.S. Patent Application Publication 2002/0087373 to Dickstein in view of Louie.
7 Applicant respectfully traverses the rejection.

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9 **Amended independent claim 23 recites:**

10 A method for providing restricted security distribution
11 instructions to a transfer agent comprising the steps of:
12 receiving distribution information from a Venture Capitalist
13 ("VC") in electronic form, the distribution information including
14 data indicating for each participant in the distribution a name, an
15 identification number, and a number of allocated securities;
16 importing the distribution information into a database system;
17 matching participants identified in the distribution
18 information to participant information previously entered in the
19 database system;
20 associating each respective participant in the distribution
21 information with a contact from which instructions regarding a
22 disposition of the allocated securities to each respective participant
23 can be obtained;
24 indicating one or more contacts to be contacted to obtain
25 distribution instructions for associated participants;
contacting the one or more contacts to obtain the distribution
instructions;
storing the distribution instructions received from the one or
more contacts in the database system;
generating a report including received distribution
instructions for the participants in the distribution; and
providing the report to a transfer agent.

1 Dickstein fails to disclose the method of claim 23. Instead, Dickstein
2 describes a database administration system configured to manage a company's
3 capitalization structure. (*Dickstein*, paragraph 28). Agents, such as stakeholders,
4 can directly access information managed by the database administration system
5 via the Internet; and customized screens allow stakeholders to track payments
6 made for stock. (*Dickstein*, paragraphs 31, 32).

7 The database administration system can check to see if a security, such as a
8 stock option, can be granted to an entity (i.e. the database administration system
9 can check to see if the company has a stock option plan, and determine if there are
10 still shares available to be granted). (*Dickstein*, paragraph 33). Dickstein also
11 describes determining what kind of shares can be granted to the entity based on the
12 entity's employment status with the company -- though Dickstein omits any
13 disclosure as to how the entity's employment status with the company is
14 determined. (*Dickstein*, paragraph 33).

15 The database administration system can also search a database to see if a
16 file has been created in the database for the entity. (*Dickstein*, paragraph 33). If
17 no such file exists, one can be created --though Dickstein again omits to describe
18 how such a file is created. (*Dickstein*, paragraph 33).

19 If it is determined that the entity can receive options, the database
20 administration system creates a vesting schedule for options to be granted to the
21 entity and issues stock certificates. (*Dickstein*, paragraph 33, 35-36).

22 Thus Dickstein fail to disclose or show "associating each respective
23 participant in the distribution information with a contact from which instructions
24 regarding a disposition of the allocated securities to each respective participant can
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1 be obtained” and “indicating one or more contacts to be contacted to obtain
2 distribution instructions for associated participants” as recited in claim 23.
3 Instead, Dickstein merely describes determining the types of shares which can be
4 granted to an entity based on the entity’s employment status with the company.
5 The specifics of how the entity’s employment status is determined are not
6 disclosed in Dickstein. Nor is any mention made in Dickstein of contacting
7 contacts to glean any information – including information useful in the disposition
8 of shares of stock or other securities to the entity.

9 This has been noted by the Office, which concedes that Dickstein fails to
10 disclose associating each respective participant in the distribution information with
11 a contact from which instructions regarding disposition of the allocated securities
12 to each recipient can be obtained; and indicating contacts who must be contacted
13 to obtain distribution instructions for associated participants. (*Office action*, pages
14 3-4).

15 For these purposes, the Office cites Louie. However, Louie adds nothing to
16 the missing teachings of Dickstein. Instead, Louie describes a syndicated loan
17 management and administration system for tracking information related to a
18 syndicated loan. (*Louie*, paragraph 3). Tracking is accomplished by allowing
19 users of the system themselves (such as individuals associated with loans which
20 have been combined into a syndicated loan) to access the system and add, update,
21 or delete information in the system. (*Louie*, Paragraph 16).

22 Thus, under Louie, users come to the system themselves and routinely
23 interact with it. This is not the same as “associating each respective participant in
24 the distribution information with a contact from which instructions regarding a
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1 disposition of the allocated securities to each respective participant can be
2 obtained” or “indicating one or more contacts to be contacted to obtain distribution
3 instructions for associated participants” as recited in claim 23. In fact, such
4 elements make no sense under Louie, since the users don’t need to be contacted.
5 Rather, under Louie the users themselves initiate contact with the system.

6 Thus, Dickstein and Louie, either alone or in combination, fail to disclose
7 show, teach or suggest “associating each respective participant in the distribution
8 information with a contact from which instructions regarding a disposition of the
9 allocated securities to each respective participant can be obtained” and “indicating
10 one or more contacts to be contacted to obtain distribution instructions for
11 associated participants” as recited in claim 23.

12 In rejecting claim 23, the Office relies on paragraph 3 of Louie as
13 disclosing a tracking management system for accessing and manipulating data
14 related to a loan, including investor, borrower, and institution information. (*Office*
15 *Action*, Page 4).

16 Applicant respectfully disagrees. As noted above, under Louie users
17 themselves instigate contact with the system. This is how information from the
18 users is added, updated, and deleted from the system. Therefore “associating each
19 respective participant in the distribution information with a contact from which
20 instructions regarding a disposition of the allocated securities to each respective
21 participant can be obtained” and “indicating one or more contacts to be contacted
22 to obtain distribution instructions for associated participants” as recited in claim
23 23 makes no sense under Louie.
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1 Additionally, Dickstein and Louie, alone or in combination, also fail to
2 disclose, show, teach or suggest "contacting the one or more contacts to obtain the
3 distribution instructions" as recited in claim 23.

4 As noted above, under Dickstein the types of shares which can be granted
5 to an entity are based on the entity's employment status with the company. The
6 specifics of how the entity's employment status is determined are not disclosed in
7 Dickstein. Nor is any mention made in Dickstein of contacting contacts to glean
8 any information -- including information useful in the disposition of shares of
9 stock or other securities to the entity.

10 Louie fails to add any of the missing teaching of Dickstein. Instead, under
11 Louie, the contacts themselves initiate contact with the system, and thus are not
12 contacted by the system.

13 In rejecting claim 23, the Office relies on paragraph 3 of Louie as
14 disclosing a tracking management system for accessing and manipulating data
15 related to a loan, including investor, borrower, and institution information. (*Office*
16 *Action*, Page 4).

17 Applicant respectfully disagrees. As noted above, under Louie users
18 themselves instigate contact with the system. This is how information from the
19 users is added, updated, and deleted from the system. Therefore "contacting the
20 one or more contacts to obtain the distribution instructions" as recited in claim 23
21 makes no sense under Louie. Rather, under Louie the users themselves contact the
22 system.

1 Therefore Dickstein and Louie, either alone or in combination fail to
2 disclose, show, teach or suggest "contacting the one or more contacts to obtain the
3 distribution instructions" as recited in claim 23.

4 Accordingly, since Dickstein and Louie fail to disclose, show, teach or
5 suggest all of the elements of claim 23, the §103(a) anticipation rejection of claim
6 23 based on Dickstein and Louie is not supported. Applicant therefore
7 respectfully requests that the §103(a) rejection of claim 23 be withdrawn.

8 **Dependent claims 24-33** are allowable at the least by virtue of their
9 dependency on base claim 23, as well as for the additional elements they include.
10 Applicant respectfully requests that the §103(a) rejection of claims 24-33 be
11 withdrawn.

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13 For example, **dependent claim 32** recites:

14 The method of claim 23, further comprising:
15 granting the transfer agent custody of the allocated securities
16 for at least a limited period of time, wherein the allocated securities
17 are associated with corresponding participants, and further wherein
18 the transfer agent is configured to perform incremental distributions
19 of the securities in accordance with the distribution instructions.

20 In rejecting claim 32, the Office relies on paragraphs 37 and 49 of
21 Dickstein as teaching granting the transfer agent custody of the allocated securities
22 for at least a limited period of time, and wherein the allocated securities are
23 associated with corresponding participants, and further wherein the transfer agent
24 is configured to perform incremental distributions of the securities in accordance
25 with the distribution instructions. (*Office action*, page 7).

1 Applicant respectfully disagrees. Under Dickstein, the database
2 administration system facilitates the issuance of stock certificates of a company
3 directly or through a transfer agent. (*Dickstein*, paragraphs 36 and 37). Thus,
4 under Dickstein the transfer agent helps the company to issues shares of the
5 company's stock. However, no mention is given in Dickstein of actually "granting
6 the transfer agent custody of the allocated securities for at least a limited period of
7 time, wherein the allocated securities are associated with corresponding
8 participants" as recited in claim 32.

9 Further, no mention is given in Dickstein of "the transfer agent is
10 configured to perform incremental distributions of the securities in accordance
11 with the distribution instructions" as recited in claim 32.

12 Louie adds nothing to the failed teachings of Dickstein.

13 Accordingly, since Dickstein and Louie fail to disclose, show, teach or
14 suggest all of the elements of claim 32, the §103(a) anticipation rejection of claim
15 32 based on Dickstein and Louie is not supported. Applicant therefore
16 respectfully requests that the §103(a) rejection of claim 32 be withdrawn.

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18 In yet another example, **dependent claim 33** recites:

19 The method of claim 23, wherein the indicating further
20 comprises sorting contacts in an order of urgency, such that contacts
21 associated with more exigent items are contacted before contacts
22 associated with less exigent items.

23 In rejecting claim 33, the Office relies on paragraphs 35 of Dickstein as
24 teaching sorting contacts in an order of urgency, such that contacts associated with
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1 more exigent items are contacted before contacts associated with less exigent
2 items. (*Office action*, page 7).

3 Applicant respectfully disagrees. Under Dickstein, options can be updated
4 to signify that the options have been exercised if a total number of shares
5 exercised (including shares currently being exercised) equals to a total number of
6 shares that can be exercised. (*Dickstein*, paragraph 35). Otherwise, if there are
7 still shares left over after the options have been exercised, the options can be
8 updated to reflect the left over number of shares that can still be exercised.
9 (*Dickstein*, paragraph 35).

10 This is not the same as “sorting contacts in an order of urgency, such that
11 contacts associated with more exigent items are contacted before contacts
12 associated with less exigent items” as recited in claim 33.

13 Louie adds none of the failed teachings of Dickstein.

14 Accordingly, since Dickstein and Louie fail to disclose, show, teach or
15 suggest all of the elements of claim 33, the §103(a) anticipation rejection of claim
16 33 based on Dickstein and Louie is not supported. Applicant therefore
17 respectfully requests that the §103(a) rejection of claim 33 be withdrawn.
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Independent claim 34 recites:

A system for generating restricted security distribution instruction reports suitable for use by a transfer agent, the system comprising:

- a database accessible by at least one client computer system;
- a database import module configured to import into the database distribution information received from an originating entity in electronic form, the distribution information including data indicating for respective participants in the distribution a name, an identification number, and a number of allocated securities;
- a participant matching module configured to match participants identified in the distribution information to participant information previously stored in the database;
- a participant contact association module configured to associate each participant in the distribution with a contact from which instructions regarding the disposition of the securities allocated to the participant can be obtained;
- a call queue module configured to indicate contacts to be contacted to obtain distribution instructions for associated participants;
- a contact module configured to facilitate contact of the contacts and procurement of the distribution instructions;
- at least one disposition module configured to store distribution instructions received from the contacts; and
- a participant instruction report module configured to generate a report including received instructions for the participants, the report suitable for electronic transfer to the transfer agent.

For reasons similar to those discussed above, Dickstein and Louie, either alone or in combination, fail to disclose, show, teach or suggest the system of claim 34.

For example, Dickstein fails to disclose "a participant contact association module configured to associate each participant in the distribution with a contact from which instructions regarding the disposition of the securities allocated to the participant can be obtained" and "a call queue module configured to indicate

1 contacts to be contacted to obtain distribution instructions for associated
2 participants” as recited in claim 34.

3 Instead, as described more fully above, Dickstein merely describes that the
4 types of shares which can be granted to an entity are determined based on the
5 entity’s employment status with the company. The specifics of how the entity’s
6 employment status is determined are not disclosed in Dickstein. Nor is any
7 mention made in Dickstein of contacting contacts to glean any information --
8 including information useful in the disposition of shares of stock or other
9 securities to the entity.

10 This has been noted by the Office, which concedes that Dickstein fails to
11 disclose a participant contact association module configured to associate each
12 participant in the distribution with a contact from which instructions regarding the
13 disposition of the securities allocated to the participant can be obtained and a call
14 queue module configured to indicate contacts to be contacted to obtain distribution
15 instructions for associated participants. (*Office action*, page 9). For these
16 elements, the Office cites Louie.

17 As noted above, however, Louie adds nothing to the missing teachings of
18 Dickstein. Instead, Louie describes a syndicated loan management and
19 administration system for tracking information related to a syndicated loan.
20 (*Louie*, paragraph 3). Tracking is accomplished by allowing users of the system
21 themselves (such as individuals associated with loans which have been combined
22 into the syndicated loan) to access the system and add, update, or delete
23 information in the system. (*Louie*, Paragraph 16).

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1 Thus, under Louie, users come to the system themselves and routinely
2 interact with it. This is not the same as “a participant contact association module
3 configured to associate each participant in the distribution with a contact from
4 which instructions regarding the disposition of the securities allocated to the
5 participant can be obtained” and “a call queue module configured to indicate
6 contacts to be contacted to obtain distribution instructions for associated
7 participants” as recited in claim 34. In fact, such elements make no sense under
8 Louie, since the users don’t need to be contacted. Instead, under Louie the users
9 initiate contact with the system.

10 In rejecting claim 34, the Office relies on paragraph 45 and 47 of Louie as
11 disclosing contact information and instructions for each investor as well as how
12 the contact information is entered and tracked. (*Office Action*, Pages 9-10).

13 Applicant respectfully disagrees. As noted above, under Louie users
14 themselves instigate contact with the system. This is how information from the
15 users is added, updated, and deleted from the system.

16 Therefore “a participant contact association module configured to associate
17 each participant in the distribution with a contact from which instructions
18 regarding the disposition of the securities allocated to the participant can be
19 obtained” and “a call queue module configured to indicate contacts to be contacted
20 to obtain distribution instructions for associated participants” as recited in claim
21 34 make no sense under Louie.

22 Additionally, Dickstein and Louie, alone or in combination, also fail to
23 disclose, show, teach or suggest “a contact module configured to facilitate contact
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1 of the contacts and procurement of the distribution instructions” as recited in claim
2 34.

3 As noted above, under Dickstein the types of shares which can be granted
4 to an entity are based on the entity’s employment status with the company. The
5 specifics of how the entity’s employment status is determined are not disclosed in
6 Dickstein. Nor is any mention made in Dickstein of contacting contacts to glean
7 any information -- including information useful in the disposition of shares of
8 stock or other securities to the entity.

9 Louie fails to add any of the missing teaching of Dickstein. Instead, under
10 Louie, the contacts themselves initiate contact with the system, and thus are not
11 contacted by the system.

12 In rejecting claim 34, the Office relies on paragraph 45 and 47 of Louie as
13 disclosing contact information and instructions for each investor as well as how
14 the contact information is entered and tracked. (*Office Action*, Pages 9-10).

15 Applicant respectfully disagrees. As noted above, under Louie users
16 themselves instigate contact with the system. This is how information from the
17 users is added, updated, and deleted from the system. Therefore “a contact
18 module configured to facilitate contact of the contacts and procurement of the
19 distribution instructions” as recited in claim 34 makes no sense under Louie, since
20 the users in Louie don’t need to be contacted. Rather, the users themselves contact
21 the system.

22 Therefore Dickstein and Louie, either alone or in combination fail to
23 disclose, show, teach or suggest “a contact module configured to facilitate contact
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1 of the contacts and procurement of the distribution instructions” as recited in claim
2 34.

3 Accordingly, since Dickstein and Louie fail to disclose, show, teach or
4 suggest all of the elements of claim 34, the §103(a) anticipation rejection of claim
5 34 based on Dickstein and Louie is not supported. Applicant therefore
6 respectfully requests that the §103(a) rejection of claim 34 be withdrawn.

7 **Dependent claims 35-43** are allowable at the least by virtue of their
8 dependency on base claim 34, as well as for the additional elements they include.
9 Applicant respectfully requests that the §103(a) rejection of claims 35-43 be
10 withdrawn.

1 CONCLUSION

2 The Applicant submits that all of the remaining claims are in condition for
3 allowance and respectfully requests that a Notice of Allowability be issued. If the
4 Office's next anticipated action is not the issuance of a Notice of Allowability, the
5 Applicant respectfully requests that the undersigned attorney be contacted for the
6 purpose of scheduling an interview.

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9 Respectfully Submitted,

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11 Dated: November 20, 2007

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